

# MINT INVESTMENTS LIMITED

CIN : L15142WB1974PLC029184

Regd. Office : DHUNSERI HOUSE, 4A, Woodburn Park, Kolkata - 700 020

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E-mail : hpbhuwania@dhunseritea.com

Website : www.mintinvestments.in

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## NOTICE

NOTICE is hereby given that the 42nd Annual General Meeting of Mint Investments Limited will be held on Thursday, the 11th August, 2016 at 2.00 P.M. at Dhunseri House, 4A, Woodburn Park, Kolkata - 700 020 to transact the following business :

Ordinary Business :

1. To receive, consider and adopt the audited financial statements of the Company for the year ended 31st March, 2016 together with the Auditors' and Directors' Report thereon.
2. To declare dividend.
3. To appoint a Director in place of Sri Mrigank Dhanuka (DIN : 00005666) who retires by rotation and being eligible offers himself for re-appointment.
4. To consider, and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution :

“Resolved that pursuant to the provisions of Section 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules made thereunder, the appointment of Messers Dhandhania & Associates, Chartered Accountants (Firm Registration No. 316052E) as Auditors of the Company, by resolution passed at the 40th Annual General Meeting (AGM) of the Company to hold office from the conclusion of the 40th AGM until the conclusion of 43rd AGM, be and is hereby ratified for the balance term and accordingly they continue to hold office from the conclusion of the 42nd AGM until the conclusion of the 43rd AGM and to authorize the Board to fix their remuneration based on the recommendation of the Audit Committee.”

By Order of the Board

Kolkata

SRAVANI DUTTA

Dated : The 30th day of May, 2016

Company Secretary

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## NOTES

1. **A member entitled to attend and vote at the Annual General Meeting may appoint a proxy to attend and vote thereat instead of himself. A Proxy need not be a member of the Company. Proxies, in order to be effective, must be received at the Company's Registered Office situated at Dhunseri House, 4A, Woodburn Park, Kolkata - 700 020 not less than forty- eight hours before the Meeting.**

**In terms of Rule 19 of the Companies (Management and Administration) Rules, 2014, a person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder. The prescribed Proxy Form is annexed.**

2. The Register of Members and Share Transfer books of the Company will remain closed from Thursday, 4th August, 2016 to Thursday, 11th August, 2016 (both days inclusive).
3. Nomination facility is available to Shareholders on application to the Company.

**NOTES (Contd.)**

4. Members holding shares in physical forms are requested to notify any change in their addresses and bank particulars to the Company's Registrars & Share Transfer Agent (RTA), Messrs Maheshwari Datamatics Pvt. Ltd., 6, Mangoe Lane, Kolkata - 700 001 {Phone : (033) 2243-5029, 2243-5809}
5. Members holding shares in Demat Form are requested to inform any change in their addresses, bank particulars etc. to their Depository Participants.
6. Dividend recommended by the Board of Directors, if approved by the Members at the Annual General Meeting, will be payable to those members whose names appear in the Company's Register of Members as at the close of business on 11th August, 2016 after giving effect to all valid share transfers in physical form lodged with the Company before 4th August, 2016. The dividend in respect of shares held in dematerialized form will be payable to the beneficial owners of the shares as at the close of business hours on 3rd August, 2016 as per the details furnished by the Depository for this purpose.
7. Under Section 205A of the Companies Act, 1956, the amount of dividend remaining unpaid or unclaimed for a period of seven years from the date of transfer to Unpaid Dividend Account is required to be transferred to the Investor Education & Protection Fund of the Central Government and under Section 205C of the Companies Act, 1956 no claim shall lie against the Company or the said Fund, in respect of individual amount which remains unclaimed or unpaid for a period of seven years from the date they became due for payment, and no payment shall be made in respect of any such claims.
8. In view of the above, members who have not encashed the dividend warrant(s) so far for any of the dividends declared earlier, i.e. dividends for the year subsequent to financial year 2008 - 2009, are requested to make their claims immediately to the Company.
9. The Securities and Exchange Board of India (SEBI) vide Circular Ref. No. MRD/DoP/ Cir-05/2007 dated April 27, 2007 made PAN mandatory for all securities market transactions. Thereafter, vide Circular No. MRD/ DoP / Cir-05/ 2009 dated May 20, 2009 it was clarified that for securities market transactions and off market / private transaction involving transfer of shares in physical form of listed Companies, it shall be mandatory for the transferee(s) to furnish copy of PAN Card to the Company / RTA for registration of such transfer of shares.  
SEBI further clarified that it shall be mandatory to furnish a copy of PAN in the following cases.
  - 1) Deletion of name of the deceased shareholder(s), where the shares are held in the name of two or more shareholder(s).
  - 2) Transmission of shares to the legal heir(s) where deceased shareholder was the sole holder of shares.
  - 3) Transposition of shares- when there is a change in the order of names in which physical shares are held jointly in the names of two or more shareholders.
10. Members who have not registered their e-mail addresses so far are requested to register their e-mail addresses for receiving all communication including Annual Reports, Notices, Circulars etc. from the Company electronically.
11. Details of Director retiring by rotation and seeking re-appointment has been incorporated in the Report on Corporate Governance in pursuance of Regulation 36 of SEBI (LODR) Regulation, 2015.
12. In terms of provisions of Circular nos. 17/2011 and 18/2011 dated April.29, 2011 issued by the Ministry of Corporate Affairs ('MCA') the company will effect electronic delivery of all documents including the notice of the Annual General Meeting, Audited Financial Statements, Directors' Report, Auditors' Report etc. in electronic form, to the email address which are previously registered with the Depository Participant (DP) as their valid email address. The members desirous of updating their email addresses are requested to do so immediately, which will be periodically downloaded from NSDL / CDSL and will be deemed to be their registered e-mail address for serving notices / documents including those covered under Section 136 of the Companies Act, 2013. The notice of the Annual General Meeting as well as the Annual Report for the financial year ended 31st March, 2016 will be dispatched to the rest of the shareholders holding shares in physical form through permitted mode.

**NOTES (Contd.)**

13. Pursuant to the provisions of Investor Education & Protection Fund (Uploading of Information regarding unpaid and unclaimed amounts lying with Companies) Rules, 2012, the Company has uploaded the details of unpaid and unclaimed amounts lying with the Company as on September 21st, 2015 date of the last Annual General Meeting on the website of the Company ([www.mintinvestments.in](http://www.mintinvestments.in)) as also on the Ministry of Corporate Affairs website.
14. Members / Proxies are requested to reach the venue well in advance and to complete registration formalities before the time fixed for commencement of the meeting.
15. Complete particulars of the venue of the Meeting including route map and prominent landmark for easy location is enclosed for the convenience of the members.
16. The Shares of the Company are listed on the Calcutta Stock Exchange. Listing fees has been paid to the exchange upto 31st March, 2017.
17. The notice of Annual General Meeting and the copies of Audited Financial Statements, Directors' Report, Auditors' Report etc. will also be displayed on the Company's Website : [www.mintinvestments.in](http://www.mintinvestments.in) and the other requirements of the aforesaid MCA Circulars will be duly complied with.
18. In case of joint holders, attending the meeting, only such joint holder who is higher in the order of names, will be entitled to vote at the Meeting.
19. Pursuant to Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration ) Rules, 2014, as amended and Regulation 44 of SEBI (LODR) Regulation, 2014 the Company is pleased to provide the facility to Members to exercise their right to vote on the resolutions proposed to be passed at the AGM by electronic means. The Members, whose names appear in the Register of Members / list of Beneficial Owners as on 04/08/2016, i.e. the cut-off date, are entitled to vote on the Resolutions set-forth in this Notice.

The members may cast their votes on electronic voting system from a place other than the venue of the meeting (remote e-voting). The remote e-voting period will commence at 10 A.M. on Monday, 8th August, 2016 and will end at 5 P.M. on Wednesday, 10th August, 2016. In addition, the facility for physical voting shall also be made available at the AGM and the members attending the AGM who have not cast their vote by remote e-voting , shall be eligible to vote at the AGM.

However, in case Members cast their vote exercising both the options , i.e. physical and e-voting, then votes casted through e-voting shall only be taken into consideration and treated valid whereas votes casted physically at the meeting shall be treated as invalid.

The Company has appointed Mr. A. K. Labh, Practicing Company Secretary (FCS- 4848), to act as the Scrutinizer, to scrutinize the entire e-voting process in a fair and transparent manner. The Members desiring to vote through remote e-voting are requested to refer to the detailed procedure given hereinafter.

**PROCEDURE FOR REMOTE E-VOTING**

- I. The Company has entered into an arrangement with National Securities Depository Limited (NSDL) for facilitating remote e-voting for AGM. The instructions for remote e-voting are as under :
  - a) In case of Members receiving an e-mail from NSDL
    - i) Open the PDF file NDGL e-voting.pdf, using your Client ID/ Folio No. as password. The PDF file contains your User ID and Password for e-voting. Please note that the Password provided in PDF is an "Initial Password".
    - ii) Launch an internet browser and open [https:// www.evoting .nsdl.com](https://www.evoting.nsd.com).
    - iii) Click on Shareholder-Login
    - iv) Insert "User ID" and "Initial Password" as noted in step (i) above and click on "Login".

**NOTES (Contd.)**

- v) Password change menu will appear. Change the password with a new Password of your choice with minimum 8 digits/ characters or combination thereof. Please keep a note of the new Password. It is strongly recommended not to share your Password with any person and take utmost care to keep it confidential.
  - vi) Home page of e-voting will open. Click on e-voting – Active Voting Cycles.
  - vii) Select ‘ EVEN’ of Mint Investments Limited
  - viii) Now you are ready for e-voting as ‘ Cast Vote’ page opens.
  - ix) Cast your vote by selecting appropriate option and click on “Submit”. Click on ‘confirm’ when prompted.
  - x) Upon confirmation, the message ‘Vote cast successfully’ will be displayed.
  - xi) Once you have confirmed your vote on the resolution you cannot modify your vote.
  - xii) Institutional Shareholders (i.e other than individuals, HUF, NRI etc) are required to send scanned copy (PDF/JPD Format) of the relevant Board Resolution / Authority Letter, along with attested specimen signature of the duly authorized signatory (ies) who are authorized to vote, to the scrutinizer by an email at [aklabhcs@gmail.com](mailto:aklabhcs@gmail.com) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).
- b) In case of Shareholders receiving physical copy of the Notice of AGM and Attendance Slip
- (i) Initial “User ID” and “Password” are provided in the Admission Slip for the AGM.
  - (ii) Please follow all steps from Sr. No. (ii) to Sr. No. (xii) mentioned above, to cast vote.
- II. In case of any queries, you may refer to the Frequently Asked Questions (FAQ) and ‘e-voting user manual’ available in the downloads section of NSDL’s e-voting website [http:// evoting.nsdl.com](http://evoting.nsdl.com) or call on toll free number : 1800-222-990.
- III. The voting rights shall be as per the number of equity shares held by the Member(s) as on Thursday, 4th August, 2016, being the cut-off date. Members are eligible to cast vote electronically only if they are holding shares as on that date. The facility of e-voting would be provided once for every folio / client id, irrespective of the number of joint holders.
- IV. Members who have acquired shares of the Company after the dispatch of the Annual Report as on the cut-off date i.e. 4th August, 2016 may obtain the user ID and Password by sending a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) or [mdpldc@yahoo.com](mailto:mdpldc@yahoo.com). However if you are already registered with NSDL for remote e-voting , then you can use your existing user ID and password for casting your vote. If you have forgotten your password, you can reset your password by using “Forgot User Details / Password” option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or contact NSDL at the following toll free no. 1800 222 990.
- V. The Scrutinizer shall after the conclusion of voting at the general meeting will first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make not later than 3 days of the conclusion of the AGM a consolidated scrutinizer’s report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing who shall countersign the same and declare the result of the voting forthwith. The results along with the Scrutinizer’s Report , shall be placed in the Company’s Website [www.mintinvestments.in](http://www.mintinvestments.in) and on the website of NSDL [www.evoting.nsdl.com](http://www.evoting.nsdl.com) immediately after the results are declared. The Company shall simultaneously forward the results to CSE also where the shares of the Company are listed.

Kolkata

Dated : The 30th day of May, 2016

By Order of the Board

SRAVANI DUTTA  
Company Secretary